

BEFORE THE TENNESSEE REGULATORY AUTHORITY

NASHVILLE, TENNESSEE

October 12, 2001

IN RE:

**NOTICE OF NAME CHANGE
BY TALK.COM, HOLDING CORP.
D/B/A THE PHONE COMPANY**

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**DOCKET NO.
01-00410**

**ORDER DEFERRING A RULING ON TALK.COM HOLDING CORP.'S
NOTICE OF NAME CHANGE**

This matter came before the Tennessee Regulatory Authority ("Authority" or "TRA") at a regularly scheduled Authority Conference on June 12, 2001 for consideration of the Notice of Name Change and Local and Access Replacement Tariffs filed by Talk.com Holding Corp. d/b/a The Other Phone Co ("Talk.com").

Background

At a regularly scheduled Authority Conference held on March 6, 2001, the Directors, acting pursuant to Tenn. Code Ann. §§ 65-2-106 and 65-4-125(e), voted unanimously to open a docket for the purpose of further investigation and the initiation of show cause proceedings against Talk.com and its affiliates for failure to comply with Tenn. Code Ann. §§ 65-4-125(a), 65-4-404 and Tenn. Rules & Regs. 1220-4-2-.56 and 1220-4-11-.07.¹ The Authority convened Docket No. 01-00216 for that purpose.²

¹ Talk.com is affiliated with or also known as the following: Access One, Access One Communications, The Phone Company, The Other Phone Company, AOL Long Distance and Tel-save. On April 9, 2001 Talk.com issued a press release stating that it had changed its name to Talk America Holdings, Inc., marketing under the TalkAmerica® brand.

² At the July 24, 2001 Authority Conference, the Directors voted unanimously to permit further investigation in TRA Docket 01-00216 to determine whether grounds exist for the expanding the scope of this show cause proceeding against Talk.com and its affiliates to include allegations of failure to comply with Tenn. Code Ann. § 65-4-125(b) and Tenn. Rules & Regs. 1220-4-2-.58.

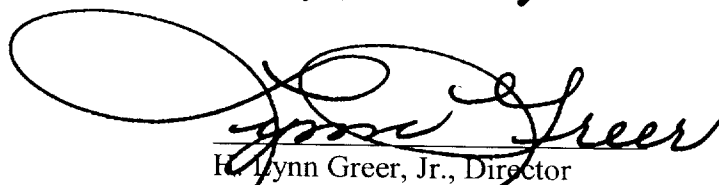
On May 7, 2001, Talk.com filed a Notice of Name Change, seeking permission to change its name to Talk America, Inc., and Local and Access Replacement Tariffs reflecting the name change. These documents were filed under Docket No. 01-00410.

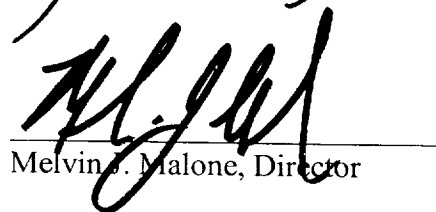
At the regularly scheduled Authority Conference on June 12, 2001, the Directors unanimously voted to defer action on Talk.com's Name Change. Director Greer stated that, as a matter of future policy, when corporations are under investigation, the Authority will not place requests for name changes on the agenda until the investigations are concluded and a final order is issued.

IT IS THEREFORE ORDERED THAT:

Action by the Authority regarding The Notice of Name Change filed and the Local and Access Replacement Tariffs filed by Talk.com Holding Corp. d/b/a The Other Phone Company is hereby deferred until the issuance of a final order in TRA Docket No. 01-00216.


Sara Kyle, Chairman


H. Lynn Greer, Jr., Director


Melvin J. Malone, Director

ATTEST:


K. David Waddell, Executive Secretary